

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., et al.,

Debtors.

)
) Chapter 11

) Case No. 01-01139 (JKF)

) (Jointly Administered)

) **Objection Deadline: 12/22/08**

) **Hearing Date: Scheduled if Necessary**

**NOTICE OF FILING OF
FIFTY-THIRD MONTHLY INTERIM APPLICATION
OF PHILLIPS, GOLDMAN & SPENCE, P.A. AS LOCAL COUNSEL TO
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD OF OCTOBER 1, 2008 TO OCTOBER 31, 2008**

TO: (1) The Debtors; (2) counsel to the Debtors; (3) Office of the U.S. Trustee
(4) Counsel to the Official Committee of Asbestos Personal Injury Claimants;
(5) Counsel to the Official Committee of Asbestos Property Damage Claimants;
(6) Counsel to the Official Committee of Equity Holders; (7) Counsel to the Debtors
in Possession Lender; and (8) the Fee Auditor

Phillips, Goldman & Spence, P.A., ("PG&S") local counsel to David T. Austern, in his capacity as the Court appointed legal representative for future asbestos claimants (the "FCR"), has filed and served its *Fifty-Third Monthly Interim Application of Phillips, Goldman & Spence, P.A. as Local Counsel to David T. Austern, Future Claimants' Representative for Compensation and Reimbursement of Expenses for the Period of October 1, 2008 to October 31, 2008* seeking payment of fees in the amount of \$12,120.00 (80% of \$15,150.00) and expenses in the amount of \$81.25 (the "Application") for a total of \$12,201.25.

This Application is submitted pursuant to this Court's *Amended, Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members*, dated April 17, 2002 [Docket No. 1949] (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 North Market Street, 3rd Floor, Wilmington, DE 19801, on or before **December 22, 2008**.

At the same time, you must also serve a copy of the objection or response upon the following:

**Co-counsel to David T. Austern,
Future Claimants Representative**

Roger Frankel, Esquire
Richard Wyron, Esquire
Swidler Berlin Shereff Friedman, LLP
3000 K Street, NW, Suite 300
Washington, DC 20007

John C. Phillips, Jr., Esquire
Phillips, Goldman & Spence, P.A.
1200 North Broom Street
Wilmington, DE 19806

Co-counsel to the Debtors

David M. Bernick, Esquire
Kirkland & Ellis, LLP
200 East Randolph Drive
Chicago, IL 60601

Laura Davis Jones, Esquire
Pachulski, Stang, Ziehl, Young & Jones, P.C.
919 North Market Street, Suite 1600
Wilmington, DE 19801

**Co-counsel to Official Committee
of Unsecured Creditors**

Lewis Kruger, Esquire
Strook & Strook & Lavan LLP
180 Maiden Lane
New York, NY 10038-4982

Michael R. Lastowski, Esquire
Duane Morris, LLP
1100 North Market Street, Suite 1200
Wilmington, DE 19801

**Co-counsel to Official Committee of Asbestos
Property Damage Claimants**

Scott L. Baena, Esquire
Blizin, Sumner, Dunn, Baena, Rocie & Axelrod
First Union Financial Center
200 South Biscayne Boulevard, Suite 2500
Miami, FL 33131

Michael B. Joseph, Esquire
Ferry & Joseph, P.A.
824 North Market Street, Suite 904
P.O. Box 1351
Wilmington, DE 19899-1351

**Co-counsel to Official Committee
to Asbestos Personal Injury Claimants**

Elihu Inselbuch, Esquire
Caplin & Drysdale
399 Park Avenue, 36th Floor
New York, NY 10022

Mark Hurford, Esquire
Campbell & Levine, LLC
Chase Manhattan Centre, 15th Floor
1201 Market Street, Suite 1500
Wilmington, DE 19801

Co-counsel to DIP Lender

J. Douglas Bacon, Esquire
Latham & Watkins
Sears Tower, Suite 5800
Chicago, IL 60606

Steven M. Yoder, Esquire
The Bayard Firm
222 Delaware Avenue, Suite 900
P.O. Box 25130
Wilmington, DE 19899

**Counsel to Official Committee
of Equity Holders**

Thomas Moers Mayer, Esquire
Kramer Levin Naftalis & Frankel, LLP
919 Third Avenue
New York, NY 10022

Counsel to the U.S. Trustee


Office of the U.S. Trustee
Frank J. Perch, Esquire
844 King Street, Suite 2313
Lockbox 35
Wilmington, DE 19801-3519

Fee Auditor

Warren H. Smith
Warren H. Smith and Associates
Republic Center
325 North St. Paul, Suite 4080
Dallas, TX 75201

Any questions regarding this Notice or its attachments may be directed to undersigned counsel.

PHILLIPS, GOLDMAN & SPENCE, P.A.



JOHN C. PHILLIPS, JR., ESQUIRE (#110)
1200 North Broom Street
Wilmington, DE 19806
(302) 655-4200
(302) 655-4210
Local Counsel to David T. Austern, Future
Claimants' Representative

Date: December 7 , 2008